

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**INVESTMENT ADVISERS ACT OF 1940**

**Release No. 2673 / October 24, 2007**

**INVESTMENT COMPANY ACT OF 1940**

**Release No. 28022 / October 24, 2007**

**ADMINISTRATIVE PROCEEDING**

**File No. 3-12611**

**In the Matter of**

**GEOFFREY BROD,**

**Respondent.**

**ORDER MAKING FINDINGS, AND  
IMPOSING REMEDIAL SANCTIONS AND A  
CEASE-AND-DESIST ORDER PURSUANT  
TO SECTION 203(f) OF THE INVESTMENT  
ADVISERS ACT OF 1940 and SECTIONS 9(b)  
AND 9(f) OF THE INVESTMENT COMPANY  
ACT OF 1940**

**I.**

The Securities and Exchange Commission (“Commission”) has instituted public administrative and cease-and-desist proceedings on April 9, 2007 pursuant to Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) and Sections 9(b) and 9(f) of the Investment Company Act of 1940 (“Investment Company Act”) against Geoffrey Brod (“Respondent”).

**II.**

Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, which are admitted, Respondent consents to the entry of this Order Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order Pursuant to Section 203(f) of the Investment Advisers Act of 1940 and Sections 9(b) and 9(f) of the Investment Company Act of 1940 (“Order”), as set forth below.







